

ASI Board – Teleconference – Minutes

Date: Thursday 20th November 2025

Meeting held online

Antitrust Statement:

Attendees are kindly reminded that ASI is committed to complying with all relevant antitrust and competition laws and regulations and, to that end, has adopted an Antitrust Policy, compliance with which is a condition of continued ASI participation. Failure to abide by these laws can have extremely serious consequences for ASI and its participants, including heavy fines and, in some jurisdictions, imprisonment for individuals. You are therefore asked to have due regard to this Policy today and in respect of all other ASI activities.

ASI Ways of Working

ASI is a multi- stakeholder organisation. Dialogue is at the heart of everything we do. It is critical to ensure that the organisation delivers on its mission. We welcome all participants and value the diversity of backgrounds, views and opinions represented in this meeting. We recognise that we have different opinions; that is the heart of healthy debate and leads to better outcomes. To ensure our meetings are successful, we need to express our views and hear the views of others in a respectful and professional way, protecting the dignity and safety of all participants and enabling full participation from all attendees.

Acknowledgement of Indigenous Peoples

ASI acknowledges Indigenous Peoples and their connections to their traditional lands where we and our members operate. We aim to respect cultural heritage, customs and beliefs of all Indigenous people and we pay our respects to elders past and present.

Health and Safety

ASI places a high priority on health and safety through the ASI Performance Standard, and likewise aims to ensure that our employees, contractors and participants work and meet safely. If you are travelling for this meeting, please consider health and safety risks, including from transport, illness, manual handling, slips and trips, personal safety and emergency situations. Let us know if you have any concerns or feedback.

Participants:

Directors: Jan Boekelman (Chair), Salman Abdulla, Raj Aseervatham, Catherine Athènes, Julia Batho, René Klöpper, Gerald Rebitzer.

Apology and proxy received: Sasha Courville

ASI: Fiona Solomon (CEO and Company Secretary), Wayne Jenkins (CFO and Co-Company Secretary), Chinelo Etiaba (COO and Membership Director), Jane Reeves (Governance and HR Manager).

Introduction and context

ASI publishes a summary of Board meetings and teleconferences in the interests of transparency.

The following principles are applied in preparing these summaries:

- Statements or perspectives are not attributed to individuals.
- The following matters are NOT included in the summary: personnel matters, financial approvals, small items, or sensitive, premature or evolving discussions.
- Board *decisions* are shared, but not the deliberations or decision-making processes that lead to them.
- Publishing the Board's decisions does not invite or open up debate about these decisions.
- The Board approves the summary before publication on the ASI website and via the monthly Members Update.

Topics discussed at this Board meeting:

1. The 2026 Budget
2. Actions arising from the Board's September 2025 sessions
3. Updates to the ASI Governance Handbook, following ASI Constitution update
4. Updates on strategic focus areas
5. Discussion of regular items relating to governance, strategy, finance and operations.

Outcomes and actions from this meeting:

- The Board reviewed and approved the 2026 budget.
- The Board approved a Table of Actions summarising the outcomes from the September facilitated Board sessions. The actions stem from the Board's higher level discussions in the context of ASI's strategy and evolving challenges.
- The Board resolved to adopt V5 of the ASI Governance Handbook, to align with the update of the ASI Constitution through member resolution in October 2025.
- Raj Aseervatham's 2-year term as an Independent Director concludes in December. A search for a replacement independent Director will commence in January 2026. Raj was thanked for his valuable contributions during his term.
- Key points from the YTD finance and forecast reports were noted, along with information about casual vacancy and 2026 governance nominations.